US EXECUTIVE APPROVAL FORM

GAF Materials Corporation

Approval Requests:

5/30 Noon EST The following request is the final incremental HQAPP approval request for GAF.

1. Seeking 85% worst case discount on all products purchased on the ordering document which includes Professional User Ebus suite 2003 (other products detailed below in exec summary template.) Previous hqapp approval was for 77%.

77% yesterday, 85% today. PSFT if trying to steal!

Justification: John Boucher just got of the phone with GAF's VP of procurement after speaking with Keith Block about the 85% discount. Offer was made to customer of list license of 6,725,250 and list support of 1,479,555. Net license at 83% discount is $1,143,293, net support is $251,524. John Boucher demanded an answer by 2pm EST today. Peoplesoft came back over night with a call from Conway with an offer of 1.2million for licenses and support at 15% to 17%. Using the customer's 10 year tco model psft is at 3.240 million and Oracle is at 3.658 million (at 83% discount).

   5/29: **The following 3 requests are new HQAPP approval requests and are incremental to the previously approved HQAPP requests shown below:**

   1. Seeking Approval to offer GAF 77% discount on all products purchased on the ordering document which includes Professional User Ebus suite 2003 (other products detailed below in exec summary template). Previous HQAPP approval was for 50% discount on ebus suite 2003 and 75% discount on all other products being purchased on order doc. List license is 6,725,250. List support is 1,479,555. Net License at 77% discount is 1,546,807. Net Support is 340,297

   Justification: We're in a head to head battle with Peoplesoft. We've been told we have the functional vote, but GAF claims adamantly that they can run their business equally successfully on either psft or Oracle. Craig Conway is calling in to the account to try to delay decision past 5/31, and have gotten ultra aggressive on the price and discount to win the business. Peoplesoft is at the same or very similar license net price according to Partners Deloitte and CSC, but has a substantially lower support cost of somewhere between 15% to 17% of net we've been told. Oracle Account team and Psft account team spent the entire day in customer's office on 5/28 bidding and counterbidding against each other. Customer is looking at TCO over a 10 year period which makes the psft number much more attractive because of support costs of 15% to 17%. We're selling the value we've developed through the sales process, but need to be similarly price competitive on the license price to try to minimize support cost differential over 10 years. Customer wants Oracle, but needs us to be withing 10% to 15% of the 10 yr cost of ownership of psft in order for oracle to win the business. Tomorrow, 5/31, we have our final conversation with the VP of procurement and may need to come back to HQAPP for another 1 to 3 discount points to close the deal since psft is expected to come back over night with another more aggressive offer.

   2. Seeking approval to add 2 additional renewal years at flat rate (2 renewal years at flat rate were previously approved by HQAPP) for a total of 4 renewal years of flat rate, plus an additional 1 year at 4% increase (2 renewal years at 4% increase were previously approved by HQAPP) for a total of 3 years at 4% increase. Overall, this would be 8 years of support caps – 1 contract year, plus 4 flat renewal years, plus 3 renewal years at 4%.

Justification: Peoplesoft is pricing support at15% to 17% according to GAF. Our intelligence is that support caps are very difficult to approve for peoplesoft outside of 4 or 5 years. We're trying to nuetralize psfts lower support price by capping oracle support flat for 5 yrs and not to exceed 4% for an additional 3 yrs so that we provide 8 yrs of protection on GAF's 10 yr model. Our cost differnetial at the 22% Oracle support factor is vs. the psft 15%-17% is very large when carried over 10 yrs. Customer has told us that if we were not more than 10% to 15 % more expensive over 10 years that they will award us the business. By capping our maintence as proposed we feel that we are within the 15% range.

3. Price hold on all products on the order doc at 70% discount including ebus suite 2003 for 3 years.
       HQAPP's previous approval was for 2 years at 75% for most programs and 50% for ebus suite 2003.
Justification: We will offer 2 years of price holds. CIO has told us that he will be buying and deploying all of the additional price hold software over a 3 yr period. We're offering 2 years and will use the last year as a negotiation point only if we need to.

The following requests were previously approved by hqapp on May 12th.

HQAPP Requests:

1. 65% worst case blended discount for programs listed below, including 2003 ebus. Professional User 2003 @50% discount. Other modules at worst case 75%(including Technology and Prof. External User).
2. Price hold for the programs in the Ordering doc for 2 years at 75%(w/ the exception of Prof. User 2003 which will be at 50%).
3.   Support Cap held flat for 2 additional years and years 4&5 @ 4% cap.

TIER 1 Requests:

1.
2.

TIER 2/3 Requests:

1.
2.

Previously approved requests (include date of approval):
1.
2.

SECTION II – Deal Summary:

Deal Summary	
Programs	2003 Professional User, Professional User external, Trade Management, Quoting, Incentive Comp, Advanced Pricing, OM & AP Electronic orders, Release Management, Configurator, istore, Warehouse Management,

	Transportation, Adv. Supply Chain Planning, Inventory Optimization, , Global order to promise, demand planning, collaborative planning, irpo, isupplier portal, sourcing, manufacturing scheduling, EAM, Field Service, Scripting, Mobile Field Service, ireceivables, iexpense, Mobile Financials, HR Self Service, OCO, Tutor, Tutor for Self Service, ilearning, Financial Analyzer, Express, Database EE, 9ias EE
License Discount	65% blended (ebiz + 25% for Prof. User 2003), (ebiz + 50% for other)
Support Discount	65% blended (ebiz + 25% for Prof. User 2003), (ebiz + 50% for other)
Comp & Admin Discount	N/A
Phased Implementation for Comp & Admin?	N/A
Subset of Users	N/A
Support Options/Holds	2 years additional flat, years 4 & 5 @ 4% cap
Price Holds	Prof. User 2003 @ 50%, and all other Programs in ordering document @75% for 2 years
List License	**$6,725,250**
List Support	**$1,479,555**
List Comp & Admin	N/A
Net License	**$1,546,813**
Net Support	$340,298
Net Comp & Admin	N/A
Net Total Price	$1,887,112
Price List Used	March 24, 2003

Customer History - Existing Price Holds	
Existing contractual discount (price hold)	N/A
Date of Price List for price hold	N/A
When does price hold expire?	N/A
Price hold program categories (database, server, erp, crm, hr/payroll, app suite)	N/A
Name of Agreement if applicable	SLSA-634481-23-NOV-98

SECTION III - Justification:

1. **Request # 1 justification:**

- Peoplesoft basing their pricing on revenue and number of employees of GAF, which is a $1.4B manufacturer with 3,500 employees. Peoplesoft pricing is aggressive to win the business. A partner told us that they offered 0% financing on top of everything else.

- The CIO has laid out a 3 year plan for bringing new software into the company and wants the value of this plan reflected in the discounts applied in the first phases(Financials & Req. to Pay) of the project(our current proposal).

- Peoplesoft is playing up their installation at GAF's competition and our pricing needs to be in line with Peoplesoft's offering.

- GAF is a low margin roofing shingle manufacturer.

- Professional User external approved at 75% is justified based upon their 2,700 Contractors and distributors will only be accessing Partners Online functionality in the Suite.

2. Request # 2 justification

- Order Management, Manufacturing, and CRM will definitiely be required, but they are savvy buyers and don't want to pay support while implementing the first phases. The price hold will allow us to show good faith toward the CIO's 3 year plan, as well as, offer additional incentive versus Peoplesoft.

- Peoplesoft is not asking for additional revenue unless GAF grows their business. They also are presenting a much simpler revenue based pricing model versus our almost 20 different metrics. Aggressive Price holds will help us counter customer displeasure with our pricing model.

- Even at the 75% discount, future business could amount to a total of an additional $3.3M over the next 2 years if we can win the first phase from Peoplesoft. GAF's business is very much based upon VPA's. Giving a larger discount as they buy more product in the future is how they deal with their customer base("tiered pricing").

3. Request # 3 justification

- GAF has expressed great concern over our 22% for support. They have successfully negotiated support costs with other software vendors in the past to as low as 15%. Their business requires that they control on-going costs. The support concessions will allow us to at least show some movement on what is one of their biggest issues.

Recommendation:

I think we have to be aggressive here.   Approve.

Submitted By: *Patrick Doyle,ASM; Reed Overby, RM;Amit Singh, AVP*

R: 05/30/03
C: 05/30/03
L: 05/30/03
A: 05/30/03
BP: swong

EXECUTIVE APPROVAL FORM

SECTION I - Approval Requests
HQAPP Requests:

TIER 1 Requests:

1. Customer: T Mobile USA - Please approve one-time application discount of 45% (15% ebiz + 30%) on iLearning hosted subscription for 2414 named users (yearly subscription).and Oracle learning Network (OLN) subscription for 75 named users (yearly subscription). Average customer spend with Oracle is 2 Million annually.

TIER 2/3 Requests:

1.
2.

Previously approved requests (include date of approval):
1.
2.

SECTION II – Deal Summary:

Deal Summary	
Programs	iLearning hosted subscription for 2414 named users @ $48/user = $115,872 List Less 45% = $63,729.60 NET FEES (Hosted) Support Fees Included Oracle learning Network (OLN) subscriptions for 75 named users @ 349/user(at 45% discount): Net Fees: 14,396.25
License Discount	45% (15% ebiz + 30 %)
Support Discount	N/a
Comp & Admin Discount	N/a
Phased Implementation for Comp & Admin?	N/a
Support Options/Holds	N/a
Price Holds	N/a
List License	$115,872
List Support	NA (Subscription service)
List Comp & Admin	NA
Net License	$63,729.60
Net Support	NA (Subscription service)
Net Comp & Admin	NA
Net Total Price	$63,729.60 + 14,396.25 (OLN) = **$78,125.25**
Price List Used	March 24, 2003

Customer History - Existing Price Holds	
Existing contractual discount (price hold)	N/a
Date of Price List for price hold	N/a

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When does price hold expire?	N/a
Price hold program categories (database, server, erp, crm, hr/payroll, app suite)	N/a
Name of Agreement if applicable	N/a

SECTION III - Justification:

Please approve 45% discount on iLearning hosted subscription for T Mobile USA. Customer wants to rollout IT training for DBA divisions across organization and we are trying to push this into Q4, meet budget constraints and avoid competition. Customer has agreed to move forward with this in Q4 if we gain approvals.

Customer will also rollout OLN training via their own instance of iLearning to provide IT training globally. The discount concession by Oracle will enable the customer to acquire the necessary Licenses in May and jump start this project.

**Average customer spend with Oracle is 2 Million annually.

Competitive situation - Currently T-Mobile is an SAP & Peopsoft Shop – looking at a peoplscoft option for online learning – however customer has commited to Oracle solution if discount approved - Oracle currently has no Application presence and this deal would allow us to begin an application foothold in the account.

Recommendation: (*leave blank for HQAPP to fill out*)

Submitted By:
Field RM name if submitted by iSD: Jim Rooney

R: (*leave blank for HQAPP to fill out*)
C:
L:
A:
BP:

ORCL-EDOC-00397244

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SECTION IV – Computer and Admin Services:
(Delete this section if not applicable)

If Computer and Administration Services or Administration Services are being ordered please provide information below:

Does this deal include Phased Implementation? no
License minimums met at each implementation phase?yes Is customer purchasing the Ebusiness Suite? If so what is the total employee population?no **Is the 20% rule met in each phase?n/a** **Is the 10% professional user rule met in each phase?n/a**
Computer and Administration or Administration Services hosting minimums met at each implementation phase? Yes ($6,000 monthly for C&A and $4,000 monthly for Admin)
Standard Ordering Document Terms? Yes
Standard pricing? Yes
Is Customer using the Certified Configuration (applies to Admin only)? Yes
Administration Services or Computer and Administration Services:
Applications or Technology or both: both
Customer email address (required): RANDY.ZAAROUR@T-MOBILE.COM
Service Implementer (required): OCS

For existing licenses - (NOTE: Validation of existing licenses and support must be obtained from licmgmt@us.oracle.com)	CSI Number_____ Original License Agreement_____ Original Order Entry No._____ Date of Original License Purchase_____
Are additional users being purchased for applications that are already hosted?no	
Is this purchase of Administration Services or Computer and Administration Services by a customer who is purchasing Outsourcing for additional products which were not previously hosted?no	
Are any self-service apps for use outside the firewall being purchased?no	
Did customer purchase FastForward OnLine Financials RPM (5 day implementation preconfigured general ledger)?no	
Is customer purchasing an iLearning Subscription?Yes	

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SECTION V – Ordering Document Details

Instructions - Fill in all sections completely.

APPROVAL REQUIREMENTS - Refer to the Approval Matrix at http://esource.oraclecorp.com
PRICING REQUIREMENTS – Refer to Price List and Price List Supplement for minimums and prerequisites.
PRICING SPREADSHEET – Include a pricing spreadsheet showing all products, quantities, license types, pricing, and discounts. Indicate if discount for drafting contract differs from approved discount.
MIGRATIONS - If your deal contains a migration, you must submit a Migration Worksheet to the ELM (eBusiness License Migrations) team. Refer to http://nafo.us.oracle.com under the Contract Management tab and e-Business License Migrations header to download the spreadsheet and for additional information.

Note: All business approvals & quotes are valid through the quarter they were approved, unless a formal RFP or Tender requires a longer validity period.

General Information	
Contract requested by (insert date): After all approvals are obtained - Allow 24 hours for standard contracts and 48 hours for non-standard contracts.	Derek Cordon 5/26/2003
Opportunity I.D. (OSO Number):	1029595
Deal Structure (indicate Direct, Pass-Through, Sublicense, or Trial License):	Direct
Is this deal the result of a compliance issue that LMS has been involved in?	____Yes x No
Does deal contain new licenses with an *approved* non-supported license type (i.e. metric is not nor ever has been on Oracle's price list):	____Yes (specify non-supported license type and eBusiness license type used to determine conversion) x No
Quote Valid Through (insert date):	May 31, 2003
Partner (insert name, if applicable)?	Margin or % of net license fees___N/A___
VAD (insert name, if applicable)?	Margin or % of net license fees_N/A_____
PARTNER PAYMENT: If this is a direct deal, does it involve a Partner Referral Fee? If yes, specify payment type:	____Yes x No ____Applications Affiliate Fee ____ROP Fee *(GB Use Only)*
MIGRATIONS OR UPDATES:	Yes x No
PREMIUM SERVICES:	Yes x No
INCIDENT PACKS:	Yes x No
INTERNATIONAL: Requires an International Notification Form to be forwarded to your manager, contract specialist, and NASINFO or OGEHINFO.	____Yes x No
Payment Terms:	____Net 30 ____Other (Specify)
Referenced Agreement:	____New OLSA ____Other (Specify)

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Customer and Administrative Information – all fields must be filled in	
Customer's EXACT Legal Name:	T-Mobile
Business Address:	3605 132nd Ave, Ste 100
City / State / Zip:	Bellevue, WA 98006
Customer Contract Admin:	STEVE EBLING
Phone #:	425 378-4000
Fax #:	
E-mail ID:	STEVE.EBLING@T-MOBILE.COM
Billing Contact:	Same as above
(Partner/VAD if Indirect):	
Address:	
City / State / Zip:	
Phone #:	
Fax #:	
E-mail ID:	
Tax Status :	Exempt ___ (Need certificate for ship to state if not on Oracle's Tax Exemption Log)
	Non-Exempt _x__
Shipping Contact:	Same as above
Address:	
City / State / Zip:	
Phone #:	
Fax #:	
E-mail ID:	
Technical Support Contact:	Randy Zaarour
Address:	
City / State / Zip:	
Phone #:	
Fax #:	
Email ID:	RANDY.ZAAROUR@T-MOBILE.COM
Partner Name (Indirect):	
Address:	
City / State / Zip:	
Contact Admin:	
Phone #:	
Fax #:	
E-mail ID:	

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Education (EPPC)	
Education Prepaid Credit Amount:	$_____
Education Discount:	____%
Education Revenue:	$_____
Education Sales Rep:	

■■■

PROCESSOR/NAMED USER PROGRAMS/COMPUTER PROGRAMS (REQUIRED INFORMATION)

Make and Operating System required for each program:
Make:
OS:
PROGRAMS:

■■■

Applications	
Will applications be modified:	___Yes x No
Will users be accessing modified Apps from the web:	___Yes x No
Have all prerequisites been included:	___Yes x No
Will users use Fast Forward RPM:	___Yes x No
Will applications be hosted:	___Yes x No
Indicate database that Apps will run on:	
Indicate CSI for existing prerequisite database and tools:	

Options not requiring HQAPP, Tier 1, or Tier 2 Approval	
(1)	
(2)	
(3)	
(4)	

Internal Administrative Information	
Applications Sales Manager	Derek Cordon
Technology Sales Manager	Steve Greer
Account Manager	
OD Tech Rep	Ara Archouniani
OD ASR	Warren Parti
iLearning Sales Rep	Mary Beth Miller
Premium Support Rep	
Migrations Manager	
Is there a teaming agreement?	____Yes (if yes, list all appropriate reps) ____No
Requester:	Name: _____ Business Telephone: _____ Cell Phone: _____

ORCL-EDOC-00397248